

SECRETARY OF STATE[721]**Adopted and Filed**

Pursuant to the authority of Iowa Code sections 17A.3 and 490.135 and chapter 489, the Secretary of State amends Chapter 40, "Corporations," Iowa Administrative Code.

The rules in Chapter 40 specify actions related to applications and filing requirements for corporations, including the payment and refund of fees. This amendment to Chapter 40 adopts new rule 721—40.8(488,489,490), which codifies the existing fees and procedures for filing biennial reports pursuant to Iowa Code sections 488.210, 489.209 and 490.1622. In collecting the fees associated with Iowa Code sections 488.210, 489.209 and 490.1622, the Secretary of State has followed the established procedures of previous Secretaries of State for collecting the fees. These procedures were not codified by previous Secretaries, and the current Secretary of State wishes to clarify compliance with Iowa Code chapter 17A. No new fees or increases to current fees will be added by the adoption of rule 721—40.8(488,489,490).

Notice of Intended Action for this amendment was published in the Iowa Administrative Bulletin as **ARC 9860B** on November 16, 2011. This amendment was also Adopted and Filed Emergency and published in the Iowa Administrative Bulletin as **ARC 9861B** on the same date. Public comments were received. A suggested change to also include the biennial report fees that currently exist under Iowa Code chapter 488 has been incorporated into the rule. Under Iowa Code chapter 488, biennial reports must also be filed for limited partnerships. As with limited liability companies and corporations, the Secretary of State's office is currently collecting fees for filing biennial reports. No additional fees are created by including references to Iowa Code chapter 488 in this rule.

After analysis and review of this rule making, no impact on jobs has been found.

This amendment is intended to implement Iowa Code sections 488.210, 489.209 and 490.1622.

This amendment will become effective on February 15, 2012, at which time the Adopted and Filed Emergency amendment is hereby rescinded.

The following amendment is adopted.

Adopt the following new rule 721—40.8(488,489,490):

721—40.8(488,489,490) Biennial reports. The secretary of state shall collect the following fees at the time the documents described in this rule are delivered to the secretary for filing.

40.8(1) A limited partnership or foreign limited partnership authorized to transact business in this state shall deliver to the secretary of state for filing a biennial report that meets the requirements of Iowa Code section 488.210.

a. The fee for filing and indexing a biennial report filed on paper or in a paper-based format is \$45. This fee may be provided in the form of cash, personal check, cashier's check, or money order or by secretary of state charge account.

b. The fee for an electronic filing through the secretary of state Internet Web site is \$30. This fee must be paid by check, credit card, or secretary of state charge account.

40.8(2) A limited liability company or a foreign limited liability company authorized to transact business in this state shall deliver to the secretary of state for filing a biennial report that meets the requirements of Iowa Code section 489.209.

a. The fee for filing and indexing a biennial report filed on paper or in a paper-based format is \$45. This fee may be provided in the form of cash, personal check, cashier's check, or money order or by secretary of state charge account.

b. The fee for an electronic filing through the secretary of state Internet Web site is \$30. This fee must be paid by check, credit card, or secretary of state charge account.

40.8(3) Each domestic corporation, and each foreign corporation authorized to transact business in this state, shall deliver to the secretary of state for filing a biennial report that meets the requirements of Iowa Code section 490.1622.

a. The fee for filing and indexing a biennial report filed on paper or in a paper-based format is \$45. This fee may be provided in the form of cash, personal check, cashier's check, or money order or by a secretary of state charge account.

b. The fee for an electronic filing through the secretary of state Internet Web site is \$30. This fee must be paid by check, credit card, or secretary of state charge account.

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